

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF TEXAS

Case number (if known)

Chapter

7

FILED

APR 28 2023

CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name McClain Farms, Inc.

2. All other names debtor used in the last 8 years
Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 27-0151271

4. Debtor's address Principal place of business

824 Mullin Lane
Benton, KY 42025

Number, Street, City, State & ZIP Code

Graves

County

Mailing address, if different from principal place of business

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) _____

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify: _____

Debtor **McClain Farms, Inc.**
Name

Case number (if known)

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

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8. Under which chapter of the Bankruptcy Code is the debtor filing?

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

☒ Chapter 7

☐ Chapter 9

☐ Chapter 11. Check all that apply:

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

☒ No.

☐ Yes.

District

When

Case number

District

When

Case number

Debtor **McClain Farms, Inc.**
Name

Case number (if known)

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☐ No ☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	McClain Feed Yard, Inc.	Relationship	Affiliate
District	Northern District of Texa	When	4/28/23
		Case number, if known	

11. Why is the case filed in this district? *Check all that apply:*
- ☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? ☐ No ☒ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention? (Check all that apply.)**
- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☒ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____
- Where is the property?** **824 Mullins Lane**
Benton, KY, 42025-0000
Number, Street, City, State & ZIP Code
- Is the property insured?**
- ☐ No
- ☒ Yes. Insurance agency **Unknown**
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*
- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input checked="" type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets
- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor **McClain Farms, Inc.**
Name

Case number (if known)

16. Estimated liabilities

- ☐ \$0 - \$50,000
☐ \$50,001 - \$100,000
☐ \$100,001 - \$500,000
☐ \$500,001 - \$1 million

- ☐ \$1,000,001 - \$10 million
☐ \$10,000,001 - \$50 million
☒ \$50,000,001 - \$100 million
☐ \$100,000,001 - \$500 million

- ☐ \$500,000,001 - \$1 billion
☐ \$1,000,000,001 - \$10 billion
☐ \$10,000,000,001 - \$50 billion
☐ More than \$50 billion

Debtor **McClain Farms, Inc.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **April 28, 2023**
MM / DD / YYYY

X /s/ Glen Karlberg

Signature of authorized representative of debtor

Glen Karlberg

Printed name

Title **Chief Restructuring Officer**

18. Signature of attorney

X /s/ Max R. Tarbox

Signature of attorney for debtor

Date **April 28, 2023**

MM / DD / YYYY

Max R. Tarbox 19639950

Printed name

Tarbox Law, P.C.

Firm name

**2301 Broadway
Lubbock, TX 79401**

Number, Street, City, State & ZIP Code

Contact phone **(806) 686-4448**

Email address **jessica@tarboxlaw.com**

19639950 TX

Bar number and State

Fill in this information to identify the case:

Debtor name McClain Farms, Inc.

United States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 28, 2023

X /s/ Glen Karlberg

Signature of individual signing on behalf of debtor

Glen Karlberg

Printed name

Chief Restructuring Officer

Position or relationship to debtor

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

In Re:

McClain Farms, Inc.

Debtor(s)

§
§
§
§
§
§
§

Case No.:

VERIFICATION OF MAILING LIST

The Debtor(s) certifies that the attached mailing list (*only one option may be selected per form*):

- ☒ is the first mail matrix in this case.
- ☐ adds entities not listed on previously filed mailing list(s).
- ☐ changes or corrects name(s) and address(es) on previously filed mailing list(s).
- ☐ deletes name(s) and address(es) on previously filed mailing list(s).

In accordance with N.D. TX L.B.R. 1007.2, the above named Debtor(s) hereby verifies that the attached list of creditors is true and correct.

Date: April 28, 2023

/s/ Glen Karlberg

Glen Karlberg/Chief Restructuring Officer
Signer/Title

Date: April 28, 2023

/s/ Max R. Tarbox

Signature of Attorney
Max R. Tarbox 19639950
Tarbox Law, P.C.
2301 Broadway
Lubbock, TX 79401
(806) 686-4448 Fax: (806) 368-9785

27-0151271

Debtor's Social Security/Tax ID No.

Joint Debtor's Social Security/Tax ID No.

2B Farms, Inc.
9012 County Rd. 3114
Snyder, TX 79549

Acey Livestock, LLC
211 Old Orchard Road
Perryville, KY 40468

Ag Texas Farm Credit Services
PO Box 50060
Amarillo, TX 79159

AgTexas, PCA
2001 S. Soncy Road
Amarillo, TX 79124

Angela Powell
86 B Commerce Blvd.
Benton, KY 42025

Arnold Braun (of the
Arnold Braun Trust)
4932 E. SR 70
Grandview, IN 47615

Bar D Ranch Land & Cattle, LLC
4458 South US Highway 441
Lake City, FL 32025

Big Seven Capital Partners LLC
200 Rock Vista Run
Austin, TX 78737

Bo Robinson
9397 County Rd. 3114
Snyder, TX 79549

Bryan Blackman
4553 Texas Street
Healdton, OK 73438

C Heart Ranch, LLC
454 Daniels Lane
Ardmore, OK 73401

Cactus Feeders Finance LLC
600 S. Tyler Street, Suite 2800
Amarillo, TX 79101

Cactus Operating LLC
2209 SW 7th Avenue
Amarillo, TX 79106

Caleb Little
672 Nelson Trl.
Dexter, KY 42036

Carl Pickett
524 Travis Street/ 650 FM 163 Rd.
Liberty, TX 77575

Carr, Riggs, & Ingram, LLC
2424 Louisiana Blvd. NW
Suite 300
Albuquerque, NM 87110

Carraway Cattle
200 Rock Vista Run
Austin, TX 78737

Caterpillar Financial Services Corp.
2120 West End Avenue
Nashville, TN 37203-0986

Chelsea Waters McClain
824 Mullins Lane
Benton, KY 42025

Clint Quarles
Kentucky Department of Agriculture
105 Corporate Drive
Frankfort, KY 40601

Cody L. Simmons
P.O. Box 180
Canyon, TX 79015

Colton Long
2001 S. Soney Road
Amarillo, TX 79124

Community Financial Services Bank
100 Dick Castleman Bypass
Mayfield, KY 42066

Community Financial Services Bank
PO Box 467
Benton, KY 42025-0467

Cory Don Priest
899 Rosenthal Road
Lorena, TX 76655

Crystal McClain
824 Mullins Lane
Benton, KY 42025

Curtis Jones Farms LLC
1720 W. 13th Ave.
Emporia, KS

David L. LeBas
8310 N. Capital of Texas HWY
Austin, TX 78731

David Rainey
88 CR 640
Corinth, MS 38834

Death Creek Farms LLC
10150 Highway 47
West Point, MS 39773

Don Jones
2434 Road Y
Reading, KS 66868

Don Jones Farm, Inc.
2434 Road Y
Reading, KS 66868

Douglas C. Pritchett
19601 FM 1541
Canyon, TX 79015

Dr. Arnold Braun
4932 E. SR 70
Grandview, IN 47615

Dwight Jesko
112 Rr 5/ 3970 FM 1057
Hereford, TX 79045

Eric Dejarnatt
1115 CR 1024
Cunningham, KY 42035

First Capital Bank of Texas
3900 Soncy Road
Amarillo, TX 79119

First Kentucky Bank, Inc.
605 Main Street
Benton, KY 42025

Friona Industries
PO Box 15568
Amarillo, TX 79105

Friona Industries, L.P.
500 S. Taylor Street, Suite 601
Amarillo, TX 79101

Frontier Farm Credit
2009 Vanesta Place
Manhattan, KS 66503

Garwood Cattle Company LLC
2538 Middleton Road
Columbiana, OH 44408

J. Brent Burnett
1612 Sanderson Rd.
Mayfield, KY 42066

Jake Rininger
2828 S. Co. Rd. 200 W.
Rockport, IN 47635

Jared Lesh Cowhorses Inc.
10801 E. Highway 82
Whitesboro, TX 76273

Jared Wayne Lesh
10801 E. Highway 82
Whitesboro, TX 76273

Jed Goad
JLE Trucking, Inc.
PO Box 451
Red Boiling Springs, TN 37150

Jed Goad
JLE Trucking, Inc.
PO Box 451
Red Boiling Springs, TN 37150

Jimmy D. Greer
3209 Wrather Rd.
Murray, KY 42071

John Dale Tidwell
209 Duffers Ln
Mayfield, KY 42066

John Massouh
Sprouse Shrader Smith PLLC
Box 15008
Amarillo, TX 79101

Jordan and Jan Lesh
10400 N. Perkins Road
Stillwater, OK 74075

Jordan Robert Lesh
10400 N. Perkins Rd.
Stillwater, OK 74075

Julie Whitlock
P.O. Box 389
Mayfield, KY 42066

Keeling Cattle Feeders, Inc.
2799 County Road 3
Hereford, TX 79045

Keith Harris Farms, Inc.
703 Waller Cemetery Road
Benton, KY 42025

Kenneth Netardus
P.O. Box 3280
Amarillo, TX 79106

Kentucky Department of Agriculture
105 Corporate Drive
Frankfort, KY 40601

Lazy J Arena, LLC
1419 W. 80th Street
Stillwater, OK 74074

Lazy J. Cattle
1515 W. 80th Street
Stillwater, OK 74074

Lesh Family Trust
19700 County Road 200
Perry, OK 73077

Lesh Trucking`
10400 N. Perkins Rd.
Stillwater, OK 74075

Lyndal Vanbuskirk
P.O. Box 778
Ringling, OK 73456

MAP Enterprises Inc.
P.O. Box 1045
Mayfield, KY 42066

Meagan B. Goad
1775 Wadesboro Rd. S
Benton, KY 42025

Meagan B. Powell
621 Mullins Ln.
Benton, KY 42025

Mechanics Bank
18400 Von Karman Avenue
Suite 1100
Irvine, CA 92612

Michael Gourley
P.O. Box 1045
Mayfield, KY 42066

Michael Johnson
Ray Quinney and Nebeker, P.C.
36 South State Street
Suite 1400
Salt Lake City, UT 84111

Mykel Linn Tidwell
66 Lake Terry Dr.
Mayfield, KY 42066

Northland Capital Financial Services, LL
P.O. Box 7278
Saint Cloud, MN 56302

Oklahoma AgCredit
601 East Kenosha
Broken Arrow, OK 74012

Open A Arena LLC
14500 S. Fm 1258
Amarillo, TX 79118

Patty Priest
899 Rosenthal Road
Lorena, TX 76655

Priest Cattle and Land Company, Inc.
899 Rosenthal Road
Lorena, TX 76655

Priest Cattle Company, Ltd
899 Rosenthal Road
Lorena, TX 76655

Priest Victory Investment LLC
899 Rosenthal Road
Lorena, TX 76655

Producers Credit Corporation
8351 N. High Street, Suite 250
Columbus, OH 43235

Rabo Agrifinance LLC
14676 Outer 40 Road
Ste. 400
Chesterfield, MO 63017

Rabo Agrifinance LLC
1402 Technology Parkway
Cedar Falls, IA 50613

Rapp Ranch
400 Smith Trail
Weatherford, TX 76088

Rick Rodgers
786 Sutton Ln.
Mayfield, KY 42066

Riley Livestock
250 Brittian Lane
Mayfield, KY 42066

River Valley AgCredit
1401 North 12th Street
Benton, KY 42025

Robert Braun
12307 E. Co Rd. 1160 N
Evanston, IN 47531

Samuel S. Brown
3430 St. Rt 45 S
Mayfield, KY 42066

Scarlet & Black Cattle, LLC
5402 Walesa Court
Amarillo, TX 79119

Scott Livestock Company (Steve Scott)
10150 Highway 47
West Point, MS 39773

Sherman Trucking
2098 Symsonia Highway/
5508 Oak Level Road
Benton, KY 42025

Spencer Clift
BAKER, DONELSON, BEARMAN, CALDWELL & BER
165 Madison Ave.
Memphis, TN 38103

Stanley Ayers
6200 Ross Rd.
Rockford, OH

Steve T. Scott Farms, Inc.
10150 Highway 47
West Point, MS 39773

Steven L. Hoard
Mullin Hoard & Brown, LLP
500 S. Taylor 79101, Suite 800
Amarillo National Bank Plaza II
Amarillo, TX 79101

Takeuchi Financial Services,
a program of Bank of the West
1625 West Fountainhead Parkway, AZ-FTN-1
Tempe, AZ 85282

Terry Burnett
210 Bethel Church Rd.
Melber, KY 42069

TGF Ranch
1585 E M-79 Hwy
Hastings, MI 49058

Thorlakson Feedyards
273131 Rr 284
Airdrie, Alberta, T4A 0H4
Canada

Tom Thorlakson
2548 CR 15
Friona, TX 79035

W. Heath Hendricks
UNDERWOOD LAW FIRM
500 S. Taylor Street
Ste. 1200
Amarillo, TX 79101

Wildforest Cattle Company LLC
1206 Paris Road
Mayfield, KY 42066

WJ Performance Horses, Inc.
524 Travis Street
Liberty, TX 77575